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NEW FILINGS	AMENDMENTS  Amendment			
NonProfit	Resignation of R.A., Of	ficer/ Director		
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SEP 26 1997



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 4, 1997

ANA LUCIA MATEUS OM CORP 8100 GENEVAT CT #C-539 MIAMI, FL 33166

SUBJECT: OM CORP Ref. Number: W97000017830

We have received your document for OM CORP and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 697A00039407



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 25, 1997

ANA LUCIA MATEUS 8100 NW GENEVA CT APT 539C MIAMI, FL 33166

SUBJECT: OM CORP. FLORIDA Ref. Number: W97000019650

We have received your document for OM CORP. FLORIDA, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees: \$35.00 Registered Agent Designation \$35

Certified Copy \$52.50

Total Fee Due

\$122.50

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The corporate name must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register Corporate Specialist Supervisor

Letter Number: 297A00042778

### ARTICLES OF INCORPORATION OF OMRHA CORP

The undersigned subscribers to these Articles of Incorporation, each person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

#### ARTICLE I-NAME

The name of this corporation is OMRHA CORP..

# 97 SEP 26 PH 12: 03 SECRETARY OF STATEA SECRETARY OF STATEA

#### **ARTICLE II - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be to import, export machinery, parts, and all other articles, commodities, act as principals or as purchasing agents for others, to act as real estate developer, real estate owner, to develop agricultural properties and t breed, sell cattle or other animals and to invest in such ventures in the United States as well as abroad.

To manufacture, purchase or otherwise acquire, and to own, mortgage, sell, assign, transfer or otherwise dispose of and to invest in, trade in and deal with goods, wares, merchandise, real and personal property and services of every class, kind and description; to develop propieratary computer programs, apply for copyrights and patents whenever applicable and to actively pursue to protect said copyrights and patents.

To design, manufacture, sell all types of clothing apparells; both wholesale and retail to export or import such clothing apparells.

To conduct businnes in have one or more offices, buy, hold mortgage, sell, convey, lease or oterwise dispose of real and personal property, including franchises, patents, copyrights, trademarks

and licenses in the State of Florida and all other states, districts, territories, countries or colonies.

To contract debts and borrow money, issue and sell or pledge bonds, debenture, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of coporate indebtedness as required.

To purchase the corporate assets of any other coporation and engage in the same or other character of business.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any shares of capital stock, script, warrants, rights, bonds, debentures, notes, trusts, receipts and other securities, obligation closes in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trust or persons public or private, or by the Government of the United States, or by any foreign government, or by any state, territory, municipality, or other political subdivision or by any governmental agency, and as owner thereof to possess and excercise all the rights, powers and priviledges of ownership including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

In general, to carry on any other business in connection with the foregoing, and to have and to excercise all the powers conferred by the Laws of the State of Florida upon corporations formed under its laws and to do any or all things herein before set forth to the same extent a natural person might or could.

#### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of common stock at a par value of \$0.01 one cent each.

All the aforementionned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services. At just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

#### ARTICLE IV - CAPITAL

The amount of capital with which this corporation shall begin business with will be not less the \$100.00 one hundred dollars.

#### ARTICLE V-TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI - ADDRESS

The initial post office address of this corporation in the State of Florida is 8100 GENEVA CT #C-539 MIAMI FL 33166. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time in such manner as may be described by the By-Laws.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director, officer, and any person who serves at the request of this corporation, from and against all claims and liabilities to which such person shall become subject by reason of his/her having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him/her as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him/her in connection with any claim or liability as to which adjudged that such officer or director is liable for negligence or willfull misconduct in the performance of his/her duties.

The rights accruing to any person under the foregoing shall not exclude any other right to which he/she may be lawfully entitled nor shall anything herein be contained restrict the right of the corporation to indemnify or remiburse such person in any preoper case even though not specifically

herein provided for.

No contracts or other transaction between this corporation and any other coporation, and no act of this coporation shall any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or othwerwise interested in or are director or officer of, such other corporation; any director individually, or any firm of which any director may be a member or a party to, or may be pecuniarily or othwerwise interested in, any contract or transaction of the corporation provided that the fact that he/she or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof shall be present at any meeting of the Board at which such action of any such contract or transaction who is also a director or officer of such other corporation or is interested to be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he/she were not such director of officer of such other corporation or not so interested.

#### ARTICLE VIII - DIRECTOR

The name and address of the first Board of Directors is:

Name

Address

**RODRIGO OCAMPO** 

8100 GENEVA CT #C-539 MIAMI FL 33166

#### ARTICLE IX - OFFICER

Name

Address

Title

RODRIGO OCAMPO

8100 GENEVA C #C-539

MIAMI FL 33166

President,

ANA LUCIA MATEUS

8100 GENEVA CT #C-539 V.P. Treasurer

V.P. Treasurer Secretary

#### 'ARTICLE X - SUBSCRIBER

Name

Address

**RODRIGO OCAMPO** 

8100 GENEVAT CT #C-539 MIAMI FL 33166

ARTICLE XI - RESIDENT AGENT

Name

Address

ANA LUCIA MATEUS

8100 GENEVAT CT #C-539 MIAMI FL 33166

I hereby accept and understand all of my obligations and duties as Resident Agent for this corporation.

Resident Agent

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#### ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF the parties to these Articles of Incorporation have hereunto set their hands and seals this...28..day of July 1997

Justo Ciro Espinosa

JOTA DV BLIDT IC

(SEAL)



Justo Ciro Espinosa My Commission CC578043 Expires Aug. 18, 2000

STATE OF FLORIDA)

COUNTY OF DADE )

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County aboved name, to take acknowledgements, personally appeared RODRIGO OCAMPO AND ANA LUCIA MATEUS persons described as subscribers and officers in and who executed the foregoing Articles of Incorporation, and acknowledge before me that he has subscribed to the Articles of Incorporation.

WITNESS my hand and seal this .. 28day of July 1997

NOTARY SPAT

(SEAL)

Justo Ciro Espinoza My Commission CC678043 Expires Aug. 18, 2000